

147484

WARNER NORCROSS & JUDD LLP

ATTORNEYS AT LAW

900 OLD KENT BUILDING
111 LYON STREET, N.W.
GRAND RAPIDS, MICHIGAN 49503-2487

TELEPHONE (616) 752-2000
FAX (616) 752-2500

EUGENE E. SMARY

DIRECT DIAL NUMBER
(616) 752-2129
SMARYEE@wnj.com

June 2, 1998

VIA TELECOPIER AND
FIRST CLASS MAIL

Mr. Michael L. Caldwell
Fink Zausmer
31700 Middlebelt Road, Suite 150
Farmington Hills, Michigan 48334-2374

Re: **Decker Manufacturing Corporation--Access Agreement**

Dear Mr. Caldwell:

Thank you for your letter of May 21, 1998 and its attachment. Your letter provided me with the first indication that closing actually had taken place on the properties adjacent to the Albion-Sheridan Township Landfill. I would appreciate it if you would send me copies of the deeds.

The access agreement attached to the letter is not acceptable to my clients. While your client, or more accurately a subsidiary of your client, is a property owner, it is first and foremost a recipient of U.S. EPA's Unilateral Administrative Order and a PRP at the Albion-Sheridan Township Landfill. As such it is not in a position to seek to impose any conditions through the access agreement. The proposed access agreement clearly seeks to gain an advantage for your client's subsidiary that no PRP at a Superfund site should be able to obtain from other PRPs. The purpose of the document is made clear by the self-serving effort to obtain admissions about the propriety of your client's conduct. The apparent conciliatory tone in your transmittal letter is belied by the blatantly unacceptable and inappropriate provisions contained in the draft access agreement.

Nothing short of providing my clients with unlimited, unrestricted and unconditional access to the property now owned by the Decker subsidiary will be acceptable. Access can be provided in a very simple letter signed by your client and addressed to my clients granting my clients and their authorized agents and representatives unlimited, unrestricted and unconditional access to the property for all purposes consistent with implementing the Unilateral Administrative Order.

Sincerely,

/s/

Eugene E. Smary

lap

cc: Kathleen Schnieders, Esq. (via telecopier) ✓
Frank Biros, Esq. (via telecopier)
~~Cooper Industries~~ (via telecopier)
Corning, Inc. (via telecopier)